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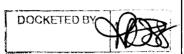
BEFORE THE ARIZONA CORPORATION COMMUNISSION

AZ CORP COMMISSION Arizona Corporation Commission DOCKET CONTROL

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In the matter of:

PAUL NEWMAN

BRENDA BURNS

BOB STUMP

COMMISSIONERS

GARY PIERCE - Chairman

SANDRA D. KENNEDY

ROGER D. WOODS, an individual;

JOCELYN DELA CRUZ CLEMENTS (AKA JOY CLEMENTS, JOCELYN WOODS and JOY WOODS), an individual; and

PHOENIX FUNDING, LLC, an Arizona limited liability company,

Respondents.

DOCKET NO. S-20825A-11-0454

PROCEDURAL ORDER (Schedules Status Conference)

BY THE COMMISSION:

On December 20, 2011, the Securities Division ("Division") of the Arizona Corporation Commission ("Commission") filed a Temporary Order to Cease and Desist ("T.O.") and Notice of Opportunity for Hearing ("Notice") against Roger D. Woods, an individual, and Phoenix Funding, LLC, an Arizona limited liability company ("Phoenix Funding") (collectively "Respondents") in which the Division alleged multiple violations of the Arizona Securities Act ("Act") in connection with the offer and sale of securities in the form of notes, investment contracts and stock.

On December 30, 2011, the Division filed a Motion to Amend the T.O. and Notice ("Motion") based on additional facts that had been discovered. Respondents had yet not been served with the T.O. and Notice.

On January 10, 2012, by Procedural Order, the Division's Motion was granted.

On January 11, 2012, the Division filed an amended T.O. and Notice pleading new facts and adding Respondent Roger Woods' spouse, Jocelyn Dela Cruz Clemente (aka Joy Clemente, Jocelyn Woods and Joy Woods) as an additional Respondent alleged to have violated the Act.

Respondents were duly served with copies of the Amended T.O. and Notice.

On January 30, 2012, a request for hearing was filed on behalf of all Respondents.

On February 2, 2012, by Procedu8ral Order, a pre-hearing conference was scheduled on 1 2 February 16, 2012. On February 16, 2012, the Division and the Respondents appeared through counsel. The 3 parties are discussing the issues raised by the T.O. and Notice. In the interim, the Division requested 4 5 that a status conference be scheduled in approximately 90 days. Accordingly, a status conference should be scheduled. 6 IT IS THEREFORE ORDERED that a status conference shall be held on June 5, 2012, at 7 8 10:00 a.m., at the Commission's offices, 1200 West Washington Street, Hearing Room No. 2, 9 Phoenix, Arizona. 10 IT IS FURTHER ORDERED that in the event the parties conclude a settlement prior to the 11 status conference, the Division shall file a Motion to Vacate the proceeding. 12 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized 13 Communications) applies to this proceeding as the matter is now set for public hearing. 14 IT IS FURTHER ORDERED that withdrawal or representation must be made in compliance with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the 15 16 Rules of the Arizona Supreme Court). Representation before the Commission includes appearances 17 at all hearings and procedural conferences, as well as all Open Meetings for which the matter is 18 scheduled for discussion, unless counsel has previously been granted permission to withdraw by the 19 Administrative Law Judge or the Commission. 20 IT IS FURTHER ORDERED that all parties must comply with Rules 31 and 38 of the Rules of the Arizona Supreme Court and A.R.S. § 40-243 with respect to practice of law and admission 21 22 pro hac vice. 23 IT IS FURTHER ORDERED that the Presiding Officer may rescind, alter, amend, or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing. 24 DATED this ______ day of February, 2012. 25 26 27 RC E. STERN 28 ADMINISTRATIVE LAW JUDGE

1	Copies of the foregoing mailed/delivered this2151_ day of February, 2012 to:
2	
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11	D. Abada
12	By: Debra Broyles
13	Secretary to Marc E. Stern
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